

STATE OF IOWA
DEPARTMENT OF COMMERCE
UTILITIES BOARD

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| IN RE: U S WEST COMMUNICATIONS, INC., AND QWEST INC. | DOCKET NO. SPU-99-27 |
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ORDER GRANTING ADMISSION PRO HAC VICE

(Issued January 31, 2000)

On September 20, 1999, Qwest Communications Corp., LCI International Telecom Corp., USLD Communications Inc., Phoenix Network Inc., and Qwest Communications International Inc. (collectively "Qwest"), and U S WEST Communications, Inc., filed a "Joint Application" for an order approving the proposed merger of Qwest Inc. and U S WEST, Inc. (collectively, the "Applicants"), pursuant to Iowa Code §§ 476.76 and 476.77 (1999). The filing has been identified as Docket No. SPU-99-27.

On January 19, 2000, Qwest filed a motion for admission pro hac vice, requesting admission of Ronald J. Wiltsie, II, to appear as attorney on behalf of Qwest in this proceeding. The motion appears to be in full compliance with 199 IAC 7.2(7)"e" and includes the written appearance of an Iowa-resident attorney upon whom service may be made in all matters connected with this case. The motion for admission pro hac vice will be granted.

IT IS THEREFORE ORDERED:

The motion for admission pro hac vice filed on January 19, 2000, by Qwest Communications Corporation, USLD Communications, Inc., LCI International Telecom Corporation, and Phoenix Network, Inc., is granted and Ronald J. Wiltsie, II, is authorized to appear in this proceeding as attorney on behalf of the movants.

UTILITIES BOARD

/s/ Allan T. Thoms

/s/ Susan J. Frye

ATTEST:

/s/ Raymond K. Vawter, Jr.
Executive Secretary

/s/ Diane Munns

Dated at Des Moines, Iowa, this 31st day of January, 2000.